

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF PAID UP OIL AND GAS LEASE

Reference is hereby made to that certain Paid Up Oil and Gas Lease, dated the 29th day of May, 2007, by and between the City of Fort Worth, a home rule municipal corporation of the State of Texas, as Lessor, and Chesapeake Exploration Limited Partnership, an Oklahoma Limited Partnership, whose address is P. O. Box 18496, Oklahoma City, Oklahoma 73154, as Lessee, a Memorandum of which is recorded as Document No. D207324646 of the Official Public Records of Tarrant County, Texas (hereinafter referred to as "the Lease").

WHEREAS, Chesapeake Exploration, L.L.C., ("Chesapeake") an Oklahoma limited liability company, is the successor in interest to Chesapeake Exploration Limited Partnership;

WHEREAS, the Lease was partially conveyed by Partial Assignment of Oil, Gas and Mineral Leases by and between Chesapeake, as Assignor, and CERES Resource Partners, L.P. ("CERES"), as Assignee, recorded as Document No. D209158275 of the Official Public Records of Tarrant County, Texas;

WHEREAS, Total E&P USA, Inc. ("TOTAL"), whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the Lease by Assignment, Bill of Sale and Conveyance recorded as Document No. D210019134 of the Official Public Records of Tarrant County, Texas;

WHEREAS, Chesapeake, CERES and TOTAL are collectively referred to as "Lessee."

WHEREAS, the Leased Premises described in the Lease reads, in part, as follows:

51.2886 acres of land (Harmon field), more or less, described as follows:

Tract 1: 7.40 acres, more or less, out of the B.F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated July 10, 1952, by and between Johnnie McDonald and wife, Idella McDonald, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2458, page 85 of the deed records of Tarrant County, Texas.

Beginning at the southeast corner of the Rock Island addition 2nd filing as shown I Vol. 1049, page 515 deed records of Tarrant County, Texas; thence north 32 degrees west, with the east line of said addition 452 feet to the south line of the C.R.I. & G.R.R. reservation its northeast corner; thence north 78 degrees 56' east with said right-of-way 1492 ft. thence south 11 degrees 4 East 213.5 ft. thence north 70 degrees west 302 ft; thence

south 60 degrees west 1139 ft to the place of beginning. The above described tract of land is out of Tract #2 as shown in deed from Michael Mansfield Estate to J. F. Wellington as shown in Vol. 900, page 450 deed records of Tarrant County, Texas, and contains 7.4 acres more or less.

Tract 2: 1.60, acres, more or less, out of the B.F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated June 23, 1952, by and between Ed L. Womack, as grantor and the City of Fort Worth, as grantee, recorded in volume 2458, page 76 of the deed records of Tarrant County, Texas.

1. A tract of land designated upon the records of the City of Fort Worth as tract 29 I the B.F. Crowley Survey in Fort Worth, Tarrant County Texas, being the tract of land particularly described as follows, to wit:

Beginning at the southeast corner of a 2 acre tract of land conveyed to H.L. McMurray by deed recorded in the deed records of Tarrant County, Texas, in book 358 at page 45; thence north with the ease line of said tract conveyed as above stated 100 feet to a point; thence west 50 feet to a point; thence south 100 feet; thence east 50 feet to the place of beginning.

2. A certain tract or parcel of land in Tarrant County, Texas, and designated as tract 30 out of the B.F. Crowley survey, which said tract of land is particularly described as follows, to wit:

Beginning at the southeast corner of a tract of land conveyed to Thomas Aston to Hardcastle by deed recorded in the deed records of Tarrant County, Texas, in book 37, at page 204; thence south 60 degrees west 358 feet to the southeast corner of a certain tract of land sold to the C.R.I. & P. Railway Company for right of way; thence north 34 degrees west 53.1 feet; thence north 60 degrees east 562 feet; thence south 30 degrees 53 feet to the place of beginning.

3. All that certain tract or parcel of land known and designated as tract 27 out of the B.F. Crowley Survey in Fort Worth, Tarrant County, Texas, which said tract of land is particularly described as follows, to wit:

Beginning in the north line of a tract of land conveyed by H. Hardcastle to M. E. Canto by deed recorded in the deed records of Tarrant County, Texas in book 166 at page 81, at a point 44 feet from the northwest corner of said tract of land so conveyed; thence north 60 degrees east 300 feet to a point; thence south 30 degrees east 100 feet to a point; thence north 60 degrees east 74 feet to a point, thence 30 degrees east 59 feet to a point; thence south 60 degrees west 362 feet to a point; thence north 34 degrees west 159 feet to the place of beginning, the tract of land conveyed being the tract of land conveyed to Eugene A. Bollinger by Richard Johnson by deed dated March 18 1939, and recorded in the deed records of Tarrant County, Texas, in book 1558 at page 254.

Tract 3: 21.241 acres, more or less, out of the B. F. Crowley Survey, Abstract no. 307. More particularly described by metes and bounds in that certain warranty deed dated August 26, 1952, by and between the Estate of C. V. Nichols, deceased, et al, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2473, page 195 of the deed records of Tarrant County,

Texas.

Beginning at the northwest corner of a certain 3 ½ acre tract of land conveyed to Alexander Canto by Augustus Canto by deed dated April 24th, 1878, and recorded in Book D, page 418, deed records of Tarrant County, Texas, said beginning point being 880' north and 60 deg. East from the northwest corner of a certain 71 acre tract in the B.F. Crowley and R. Driggs Survey conveyed to Stephen Terry by M.T. Johnson; thence north 60 deg. East 645 varas to the corner of said 71 acre tract; thence south 70 deg. East 300 varas to a stake on the bank of Trinity River; thence down said river with its meanders, south 18 deg. West 43 varas to a stake on the bank of said river; thence south 67 ½ deg. West 556 varas to the southwest corner of a certain 3 acre tract of land conveyed by J. P. Smith and J. S. Hirschfield to Alex Canto on August 25th, 1876; thence south 60 deg. West 255 varas to the southwest corner of the 3 ½ acre tract aforesaid, thence north 30 deg. West 187 varas to the place of beginning, the land hereby conveyed containing 20 acres of land, more or less, and being the same land and no more conveyed by J. D. Collett, trustee, in bankruptcy of the estate of Sterling P. Clark, bankrupt in the Fort Worth National Bank by deed dated July 16th 1917, and recorded in book 531 at page 602 of the records of deeds for Tarrant County, Texas.

Tract 4: 8.5876 acres, more or less, out of the Hudson's East Addition, an Addition to the City of Fort Worth, Tarrant County, Texas, and the B. F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated December 5, 1952, by and between E. H. Wentworth and wife, Maude Wentworth, as grantors and the City of Fort Worth, as grantees, recorded in Volume 2510, page 555 of the deed records of Tarrant County, Texas.

All those certain lots, tracts or parcels of land located and situated in Fort Worth, Tarrant County, Texas, and particularly described as blocks 4, 5, 6, 7, 12, 13, 14, 15, 16, Hudson's East Addition to the City of Fort Worth Tarrant County, Texas, being a part of the B. F. Crowley Survey, save and except the following tracts of land to wit:

1. The west 50 feet of block 4, as described in deed by Jno. Guettler to Joshua E. Packer, Dated October 10, 1904, and now of record I Vol. 270, Page 619, of the Tarrant County deed records;
2. The east 50 feet of the west 100 feet of block 4, as described in deed by Jno. Guettler to B. F. Wallace, dated September 26, 1904, and now of record in Vol. 201, page 590, of the Tarrant County deed records;
3. The west 40 feet of block 16, as described in deed by Jno. Guettler to Frank Zeigler, dated July 13, 1903, now of record in Vol. 103, page 538, of the Tarrant County deed records;
4. 40 X 137 feet, part of block 16, 40 feet east of the northeast corner of said block, as described in deed by Jno. Guettler to Frank Zeigler, dated January 18, 1904, and now of record in Vol. 194, page 231, of the Tarrant County deed records.
5. 40 feet front and 38 feet rear by 137 feet deep, and east of exception (4) above, a part of block 16, and also a tract described as lot 5, in block 16, and also a tract described as

lot 5, in block 16, as recorded in deed from Ed Baskin to C. F. Ketcham, dated March 8 1905, and now of record in Vol. 217, page 131, of the Tarrant County deed records; and

6. Lot 5, block 16, as described in correction deed from Jno. W. Wray, executer of the estate of Jno. Guettler, deceased, to H. L. Adams, dated December 31, 1920, and recorded I Vol. 675, page 583, of Tarrant County deed records.

Being the identical property conveyed to E. H. Wentworth and wife, Maude Wentworth, by general warranty deed dated August 14, 1945, and recorded I the deed records of Tarrant County, Texas, in Vol. 1725, page 289.

Tract 5: 6.147 acres, more or less, out of the B.F. Crowley Survey, abstract no. 307, more particularly described by metes and bounds in that certain warranty deed dated June 10, 1952, by and between Willie Randle and wife Bessie Randle, as grantors and the City of Fort Worth, as grantee, recorded in volume 3197, page 340 of the deed records of Tarrant County, Texas.

Beginning at a point in the northeast corner of Lot 13, block "M", Rock Island Addition, second filing, an addition to the City of Fort Worth, Tarrant County, Texas, said point being in the most southerly right of way line of the C.R.I. & G. Railroad; thence north 78 deg. 56 min. east along the southerly boundary line of the C. R. I. & G. Railroad right of way a distance of 1,417 feet for a point I the west line of the Tarrant County Water Control & Improvement District No. 1 tract; thence south 16 deg. 15 min. east along the westerly boundary line of the said Tarrant County Water Control & Improvement District No. 1 tract a distance of 179.1 feet to a point for corner marked by a iron pin in the north line of a tract of land belonging to C. V. Nichols; thence westerly along the north line of the C. V. Nichols property to a point for corner in the southeast corner of lot 6, block "L" Rock Island Addition, second filing; thence in a northerly direction along the east line of Block "L" and "M" of the said Rock Island Addition, second filing, a distance of 452 feet more or less to the place of beginning, and same being all of the land owned or claimed by Willie Randle and wife, Bessie Randle, in the B.F. Crowley Survey

Tract 6: 5.97 acres, more or less, out of the B. F. Crowley Survey, abstract no. 307, more particularly described by metes and bounds in that certain warranty deed dated April 11, 1958, by and between the City of Fort Worth, as grantor and the State of Texas, as grantee, recorded in volume 3226, page 699 of the deed records of Tarrant County, Texas.

Lot, tract or parcel of land, situated in the City of Fort Worth, County of Tarrant, State of Texas, and being a portion of the B.F. Crowley Survey, and being all of the land conveyed to the grantors herein by the deeds as follows:

1: Warranty deed from George Beggs Anderson to Willie Randle et ux, Bessie, dated Nov, 28 1947 recorded Vol. 1961, pg. 622, deed records, Tarrant County Texas; and

2: Warranty deed from Hattie Anderson, widow, to Willie Randle, dated April 19, filed April 22, 1950, recorded vol. 2186, pg. 37, deed records, Tarrant County, Texas.

Save and except therefrom 5.139 acres off the east and conveyed by Willie Randle to Tarrant County by deed dated Mar. 28, 1950, recorded vol. 2182, pg. 42, deed records, Tarrant County, Texas.

Tract 7: 1.139 acres, more or less, out of the Hudson's East Addition, an addition to the City of Fort Worth, being blocks 8 and 11, more particularly described by metes and bounds in that certain warranty deed dated June 25, 1952, by and between Frank and Zelma Jefferson, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2458, page 67 of the deed records in Tarrant County, Texas.

All of blocks 8 and 11, Hudson's Eastside Addition to the City of Fort Worth, Tarrant County, Texas....

WHEREAS, it is the desire of said Lessor and Lessee to amend and correct a portion of the description of the Lease.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned do hereby delete the portion of the description from Exhibit A of the Lease as described above and in its place insert the following:

51.2886 acres of land (Harmon field), more or less, described as follows:

Tract 1: 7.40 acres, more or less, out of the B.F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated July 10, 1952, by and between Johnnie McDonald and wife, Idella McDonald, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2458, page 84 of the deed records of Tarrant County, Texas.

Beginning at the southeast corner of the Rock Island addition 2nd filing as shown in Vol. 1049, page 515 deed records of Tarrant County, Texas; thence north 32 degrees west, with the east line of said addition 452 feet to the south line of the C.R.I. & G.R.R. reservation its northeast corner; thence north 78 degrees 56' east with said right-of-way 1492 ft. thence south 11 degrees 4 East 213.5 ft. thence north 70 degrees west 302 ft; thence south 60 degrees west 1139 ft to the place of beginning. The above described tract of land is out of Tract #2 as shown in deed from Michael Mansfield Estate to J. F. Wellington as shown in Vol. 900, page 450 deed records of Tarrant County, Texas, and contains 7.4 acres more or less.

Tract 2: 1.60, acres, more or less, out of the B.F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated June 23, 1952, by and between Ed L. Womack, as grantor and the City of Fort Worth, as grantee, recorded in volume 2458, page 75 of the deed records of Tarrant County, Texas.

1. A tract of land designated upon the records of the City of Fort Worth as tract 29 in the B.F. Crowley Survey in Fort Worth, Tarrant County, Texas, being the tract of land particularly described as follows, to wit:

Beginning at the southeast corner of a 2 acre tract of land conveyed to H.L. McMurray by deed recorded in the deed records

of Tarrant County, Texas, in book 358 at page 46; thence north with the east line of said tract conveyed as above stated 100 feet to a point; thence west 50 feet to a point; thence south 100 feet; thence east 50 feet to the place of beginning.

2. A certain tract or parcel of land in Tarrant County, Texas, and designated as tract 30 out of the B.F. Crowley survey, which said tract of land is particularly described as follows, to wit:

Beginning at the southeast corner of a tract of land conveyed to Thomas Aston to Hardcastle, by deed recorded in the deed records of Tarrant County, Texas, in book 57, at page 224; thence south 60 degrees west 358 feet to the southeast corner of a certain tract of land sold to the C.R.I. & P. Railway Company for right of way; thence north 34 degrees west 53.1 feet; thence north 60 degrees east 362 feet; thence south 30 degrees 53 feet to the place of beginning.

3. All that certain tract or parcel of land known and designated as tract 27 out of the B.F. Crowley Survey in Fort Worth, Tarrant County, Texas, which said tract of land is particularly described as follows, to wit:

Beginning in the north line of a tract of land conveyed by H. Hardcastle to M. E. Canto by deed recorded in the deed records of Tarrant County, Texas in book 166 at page 81, at a point 44 feet from the northwest corner of said tract of land so conveyed; thence north 60 degrees east 300 feet to a point; thence south 30 degrees east 100 feet to a point; thence north 60 degrees east 74 feet to a point, thence 30 degrees east 59 feet to a point; thence south 60 degrees west 362 feet to a point; thence north 34 degrees west 159 feet to the place of beginning, the tract of land conveyed being the tract of land conveyed to Eugene A. Bollinger by Richard Johnson by deed dated March 18, 1939, and recorded in the deed records of Tarrant County, Texas, in book 1558 at page 254.

Tract 3: 21.241 acres, more or less, out of the B. F. Crowley Survey, Abstract no. 307. More particularly described by metes and bounds in that certain warranty deed dated August 26, 1952, by and between the Estate of C. V. Nichols, deceased, et al, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2473, page 195 of the deed records of Tarrant County, Texas.

Beginning at the northwest corner of a certain 3 ½ acre tract of land conveyed to Alexander Canto by Augustus Canto by deed dated April 24th, 1878, and recorded in Book D, page 418, deed records of Tarrant County, Texas, said beginning point being 880' north and 60 deg. East from the northwest corner of a certain 71 acre tract in the B.F. Crowley and R. Driggs Survey conveyed to Stephen Terry by M.T. Johnson; thence north 60 deg. East 645 varas to the corner of said 71 acre tract; thence south 70 deg. East 300 varas to a stake on the bank of Trinity River; thence down said river with its meanders, south 18 deg. West 43 varas to a stake on the bank of said river; thence south 67 ½ deg. West 556 varas to the southwest corner of a certain 3 acre tract of land conveyed by J. P. Smith and J. S. Hirschfield to Alex Canto on August 25th, 1876; thence south 60 deg. West 255 varas to the southwest corner of the 3 ½ acre tract aforesaid, thence north 30 deg. West 187 varas to the place of beginning, the land hereby conveyed containing 20 acres of land, more or less, and being the same land and no more conveyed by J. D. Collett,

trustee, in bankruptcy of the estate of Sterling P. Clark, bankrupt in the Fort Worth National Bank by deed dated July 16th, 1917, and recorded in book 531 at page 602 of the records of deeds for Tarrant County, Texas.

Tract 4: 8.5876 acres, more or less, out of the East Addition, an Addition to the City of Fort Worth, Tarrant County, Texas, and the B. F. Crowley Survey, Abstract No. 307, more particularly described by metes and bounds in that certain warranty deed dated December 5, 1952, by and between E. H. Wentworth and wife, Maude Wentworth, as grantors and the City of Fort Worth, as grantees, recorded in Volume 2510, page 554 of the deed records of Tarrant County, Texas.

All those certain lots, tracts or parcels of land located and situated in Fort Worth, Tarrant County, Texas, and particularly described as blocks 4, 5, 6, 7, 12, 13, 14, 15, 16, East Addition to the City of Fort Worth, Tarrant County, Texas, being a part of the B. F. Crowley Survey, save and except the following tracts of land to wit:

1. The east 50 feet of the west 100 feet of block 4, as described in deed by Jno. Guettler to Joshua E. Packer, Dated October 10, 1904, and now of record in Vol. 270, Page 619, of the Tarrant County deed records;

2. The west 50 feet of block 4, as described in deed by Jno. Guettler to B. F. Wallace, dated September 26, 1904, and now of record in Vol. 201, page 590, of the Tarrant County deed records;

3. The west 40 feet of block 16, as described in deed by Jno. Guettler to Frank Zeigler, dated July 13, 1903, now of record in Vol. 103, page 538, of the Tarrant County deed records;

4. 40 X 137 feet, part of block 16, 40 feet east of the northeast corner of said block, as described in deed by Jno. Guettler to Frank Zeigler, dated January 18, 1904, and now of record in Vol. 194, page 231, of the Tarrant County deed records.

5. 40 feet front and 38 feet rear by 137 feet deep, and east of exception (4) above, a part of block 16, and also a tract described as lot 5, in block 16, and also a tract described as lot 5, in block 16, as recorded in deed from Ed Baskin to C. F. Ketcham, dated March 8, 1905, and now of record in Vol. 217, page 131, of the Tarrant County deed records; and

6. Lot 5, block 16, as described in correction deed from Jno. W. Wray, executer of the estate of Jno. Guettler, deceased, to H. L. Adams, dated December 31, 1920, and recorded in Vol. 675, page 583, of Tarrant County deed records.

Being the identical property conveyed to E. H. Wentworth and wife, Maude Wentworth, by general warranty deed dated August 14, 1945, and recorded in the deed records of Tarrant County, Texas, in Vol. 1725, page 289.

Tract 5: 6.147 acres, more or less, out of the B.F. Crowley Survey, abstract no. 307, more particularly described by metes and bounds in that certain warranty deed dated June 10, 1952, by and between Willie Randle and wife Bessie Randle, as grantors and the City of Fort Worth, as grantee, recorded in volume 3197,

page 340 of the deed records of Tarrant County, Texas.

Beginning at a point in the northeast corner of Lot 13, block "M", Rock Island Addition, second filing, an addition to the City of Fort Worth, Tarrant County, Texas, said point being in the most southerly right of way line of the C.R.I. & G. Railroad; thence north 78 deg. 56 min. east along the southerly boundary line of the C. R. I. & G. Railroad right of way a distance of 1,417 feet for a point in the west line of the Tarrant County Water Control & Improvement District No. 1 tract; thence south 16 deg. 15 min. east along the westerly boundary line of the said Tarrant County Water Control & Improvement District No. 1 tract a distance of 179.1 feet to a point for corner marked by a iron pin in the north line of a tract of land belonging to C. V. Nichols; thence westerly along the north line of the C. V. Nichols property to a point for corner in the southeast corner of lot 6, block "L" Rock Island Addition, second filing; thence in a northerly direction along the east line of Block "L" and "M" of the said Rock Island Addition, second filing, a distance of 452 feet more or less to the place of beginning, and same being all of the land owned or claimed by Willie Randle and wife, Bessie Randle, in the B.F. Crowley Survey

Tract 6: 5.97 acres, more or less, out of the B. F. Crowley Survey, abstract no. 307, more particularly described by metes and bounds in that certain warranty deed dated April 11, 1958, by and between the City of Fort Worth, as grantor and the State of Texas, as grantee, recorded in volume 3226, page 599 of the deed records of Tarrant County, Texas.

Lot, tract or parcel of land, situated in the City of Fort Worth, County of Tarrant, State of Texas, and being a portion of the B.F. Crowley Survey, and being all of the land conveyed to the grantors herein by the deeds as follows:

1: Warranty deed from George Beggs Anderson to Willie Randle et ux, Bessie, dated Nov. 28, 1947 recorded Vol. 1961, pg. 622, deed records, Tarrant County, Texas; and

2: Warranty deed from Hattie Anderson, widow, to Willie Randle, dated April 19, filed April 22, 1950, recorded vol. 2186, pg. 37, deed records, Tarrant County, Texas.

Save and except therefrom 5.139 acres off the east and conveyed by Willie Randle to Tarrant County by deed dated Mar. 28, 1950, recorded vol. 2182, pg. 42, deed records, Tarrant County, Texas.

Tract 7: 1.139 acres, more or less, out of the East Addition, an addition to the City of Fort Worth, being blocks 8 and 11, more particularly described by metes and bounds in that certain warranty deed dated June 25, 1952, by and between Frank and Zelma Jefferson, as grantors and the City of Fort Worth, as grantee, recorded in Volume 2458, page 67 of the deed records in Tarrant County, Texas.

Save and except therefrom .44 acres off the east and conveyed by Frank and Zelma Jefferson to Tarrant County by Right of Way Deed dated Mar. 21, 1950, recorded vol. 2182, pg. 47, deed records, Tarrant County, Texas.

It is understood and agreed by all parties hereto that in

all other respects, the Lease and the prior provisions shall remain in full force and effect. Furthermore, each of the undersigned do hereby ratify, adopt and confirm the Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Lessee, the present owners of the Lease, the lands covered by the Lease, pursuant to the terms and provisions of the Lease as hereby amended.

The terms and provisions hereof shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

This instrument may be executed in counterparts and each of which as so executed shall be given the effect of the execution of the original instrument. If the counterparts of this instrument are executed, the signatures and acknowledgments of the parties, as affixed hereto, may be combined in, and treated and given effect for all purposes as a single instrument.

EXECUTED the 29th day of August, 2010, but for all purposes effective the 29th day, of May 2007.

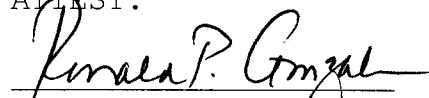
LESSOR:

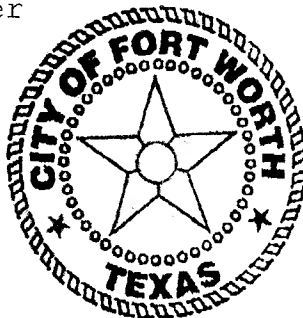
CITY OF FORT WORTH



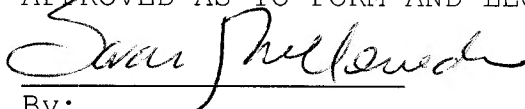
By: Fernando Costa
Title: Assistant City Manager

ATTEST:


By: Pamela P. Gomez
Title: Asst City Secretary



APPROVED AS TO FORM AND LEGALITY:



By:
Title:

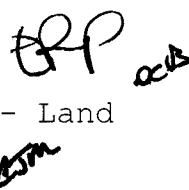
NO M&C REQUIRED

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.
an Oklahoma Limited Liability Company

By: 

Henry J. Hood
Its: Senior Vice President - Land
and Legal & General Counsel



CHESAPEAKE EXPLORATION, L.L.C.
an Oklahoma Limited Liability Company
as Attorney in Fact for
CERES Resource Partners, L.P.

By: _____

Henry J. Hood
Its: Senior Vice President - Land
and Legal & General Counsel

HP *QCS* *CTM*

TOTAL E&P USA, INC., a Delaware corporation

By: _____

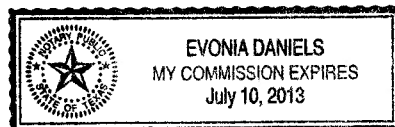
Eric Bonnin, Vice President- Business Development and
Strategy

Acknowledgments

STATE OF TEXAS §
COUNTY OF TARRANT §

This instrument was acknowledged before me on 28th day
of June, 2010, by Fernando Costa, Assistant City
Manager of the City of Fort Worth, a home rule municipal
corporation of the State of Texas, on behalf of said
corporation.

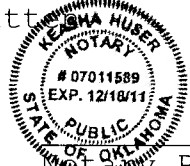
Evonia Daniels
Notary Public State of Texas



STATE OF OKLAHOMA §
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on this 2nd
day of August, 2010, by Henry J. Hood, as the Senior
Vice President - Land and Legal & General Counsel of Chesapeake
Exploration, L.L.C., successor by merger to Chesapeake
Exploration Limited Partnership, LLC on behalf of said limited
liability company.

Given under my hand and seal the day and year last above
writt



Keasha Huber

Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:

STATE OF OKLAHOMA §
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on this 2nd day of August, 2010, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, on behalf of such limited liability company, as attorney in fact for CERES Resource Partners, L.P.
Given under my hand and seal the day and year last above written.



Keasha Huser

Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:

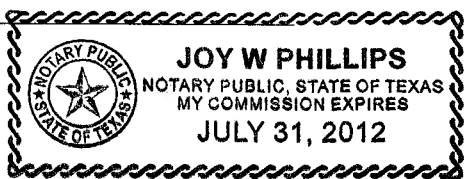
STATE OF TEXAS §
COUNTY OF HARRIS §

The foregoing instrument was acknowledged before me this 30th day of August, 2010, by Eric Bonnin as Vice President - Business Development and Strategy of **TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and behalf of such corporation.

Joy W Phillips

My Commission Expires:

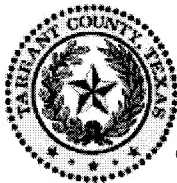
Notary Public, State of Texas



PLEASE RETURN TO:
Matt Plumbley
Dale Property Services, L.L.C.
3000 Altamesa Blvd., Suite 300
Fort Worth, TX 76133

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE RESOURCES
500 TAYLOR ST STE 600
FT WORTH, TX 76101

Submitter: DALE RESOURCES LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 9/28/2010 1:17 PM

Instrument #: D210237761

LSE

12

PGS

\$56.00

By: _____

Suzanne Henderson

D210237761

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: VMMASSINGILL